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AMENDMENTS TO THE CLAIMS

Please amend the claims as follows. This listing of claims will replace all prior versions, and listings, of claims in the application.

Listing of Claims:

Claims 1-37 (Canceled)

38. (New) A compound of the Formula (I):

wherein:

X is phenyl;

Y is 2-pyridyl;

A is C₀ alkyl,

B is C₀ alkyl,

X is optionally substituted with 1-7 independent halogen, -CN, NO_2 , $-\text{C}_{1-6}$ alkyl, $-\text{C}_{1-6}$ alkenyl, $-\text{C}_{1-6}$ alkynyl, $-\text{OR}_1$, $-\text{NR}_1$ R2, $-\text{C}(=\text{NR}_1)$ NR2R3, $-\text{NR}_1$ COR2, $-\text{NR}_1$ CO₂R2, $-\text{NR}_1$ SO₂R4, $-\text{NR}_1$ CONR2R3, $-\text{SR}_4$, $-\text{SO}_2$ R4, $-\text{SO}_2$ R4, $-\text{SO}_2$ NR1R2, $-\text{COR}_1$, $-\text{CO}_2$ R1, $-\text{CONR}_1$ R2, $-\text{C}(=\text{NR}_1)$ R2, or $-\text{C}(=\text{NOR}_1)$ R2 substituents, wherein optionally two substituents are combined to form a cycloalkyl or heterocycloalkyl ring fused to X; wherein the $-\text{C}_{1-6}$ alkyl substituent, cycloalkyl ring, or heterocycloalkyl ring each optionally is further substituted with 1-5 independent halogen, -CN, $-\text{C}_{1-6}$ alkyl, $-\text{O}(\text{C}_{0-6}$ alkyl), $-\text{O}(\text{C}_{3-7}$ cycloalkyl), -O(aryl), $-\text{N}(\text{C}_{0-6}$ alkyl)(C₀₋₆alkyl), $-\text{N}(\text{C}_{0-6}$ alkyl), or $-\text{N}(\text{C}_{0-6}$ alkyl)(aryl) groups; A is $-\text{C}_0$ alkyl, B is $-\text{C}_0$ alkyl,

Y is optionally substituted with 1-7 independent halogen, -CN, NO_2 , $-C_{1-6}$ alkyl, $-C_{1-6}$ alkenyl, $-C_{1-6}$ alkynyl, $-OR^5$, $-NR^5R^6$, $-C(=NR^5)NR^6R^7$, $-N(=NR^5)NR^6R^7$, $-NR^5COR^6$, $-NR^5CO_2R^6$, $-NR^5SO_2R^8$, $-NR^5CONR^6R^7$, $-SR^8$, $-SO_2R^8$, $-SO_2NR^5R^6$, $-COR^5$, $-CO_2R^5$, $-CONR^5R^6$, $-C(=NR^5)R^6$, or

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-C(=NOR⁵)R⁶ substituents, wherein optionally two substituents are combined to form a cycloalkyl or heterocycloalkyl ring fused to Y; wherein the $-C_{1-6}$ alkyl substituent, cycloalkyl ring, or heterocycloalkyl ring each optionally is further substituted with 1-5 independent halogen, -CN, $-C_{1-6}$ alkyl, $-O(C_{0-6}$ alkyl), $-O(C_{3-7}$ cycloalkyl), $-O(C_{0-6}$ alkyl)(C₀₋₆alkyl)(C₀₋₆alkyl) groups; W is $-C_{3-7}$ cycloalkyl, $-heteroC_{3-7}$ cycloalkyl, $-C_{0-6}$ alkylaryl, or

-C0-6alkylheteroaryl optionally substituted with 1-7 independent halogen, -CN, NO₂, -C1-6alkyl, -C1-6alkenyl, -C1-6alkynyl, -OR¹, -NR¹R², -C(=NR¹)NR²R³, -NR¹COR², -NR¹CO₂R², -NR¹SO₂R⁴, -NR¹CONR²R³, -SR⁴,

-SOR⁴, -SO₂R⁴, -SO₂NR¹R², -COR¹, -CO₂R¹, -CONR¹R², -C(=NR¹)R², or -C(=NOR¹)R² substituents;

 $Z is -C_3-7 cycloalkyl, -heteroC_3-7 cycloalkyl, -C_0-6 alkylaryl, or \\ -C_0-6 alkylheteroaryl optionally substituted with 1-7 independent halogen, -CN, NO₂, -C_{1-6 alkyl}, -C_{1-6 alkynyl}, -OR¹, -NR¹R², -C(=NR¹)NR²R³, -N(=NR¹)NR²R³, -NR¹COR², -NR¹CO₂R², -NR¹SO₂R⁴, -NR¹CONR²R³, -SR⁴, -SOR⁴, -SO₂NR¹R², -COR¹, -COR¹, -CONR¹R², -C(=NR¹)R², or -C(=NOR¹)R² substituents;$

one of W and Z is optionally absent;

 R^1 , R^2 , and R^3 each independently is $-C_{0-6}$ alkyl, $-C_{3-7}$ cycloalkyl, heteroaryl, or aryl; any of which is optionally substituted with 1-5 independent halogen, -CN, $-C_{1-6}$ alkyl, $-O(C_{0-6}$ alkyl), $-O(C_{3-7}$ cycloalkyl), -O(aryl), $-N(C_{0-6}$ alkyl)(C_{0-6} alkyl), $-N(C_{0-6}$ alkyl)(C_{3-7} cycloalkyl), $-N(C_{0-6}$ alkyl)(aryl) substituents;

 $R^4 \ is \ -C_{1-6} alkyl, \ -C_{3-7} cycloalkyl, \ heteroaryl, \ or \ aryl; \ optionally substituted with 1-5 independent halogen, \ -CN, \ -C_{1-6} alkyl, \ -O(C_{0-6} alkyl), \ -O(C_{3-7} cycloalkyl), \ -N(C_{0-6} alkyl)(C_{0-6} alkyl), \ -N(C_{0-6} alkyl)(C_{3-7} cycloalkyl), \ -N(C_{0-6} alkyl)(aryl) \ substituents;$

R⁵, R⁶, and R⁷ each independently is -C₀-6alkyl, -C₃-7cycloalkyl, heteroaryl, or aryl; any of which is optionally substituted with 1-5 independent halogen, -CN, -C₁-6alkyl, -O(C₀-6alkyl), -O(C₃-7cycloalkyl), -O(aryl), -N(C₀-6alkyl)(C₀-6alkyl), -N(C₀-6alkyl)(C₃-7cycloalkyl), -N(C₀-6alkyl)(aryl) substituents;

 $R^8 \ is \ -C_{1-6} alkyl, \ -C_{3-7} cycloalkyl, \ heteroaryl, \ or \ aryl; \ optionally substituted with 1-5 independent halogen, \ -CN, \ -C_{1-6} alkyl, \ -O(C_{0-6} alkyl), \ -O(C_{3-7} cycloalkyl), \ -N(C_{0-6} alkyl)(C_{0-6} alkyl), \ -N(C_{0-6} alkyl)(C_{3-7} cycloalkyl), \ -N(C_{0-6} alkyl)(aryl) \ substituents;$

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 R^9 and R^{10} each independently is –C0-6alkyl, –C3-7cycloalkyl, heteroaryl, or aryl; any of which is optionally substituted with 1-5 independent halogen, –CN, –C1-6alkyl, –O(C0-6alkyl), –O(C3-7cycloalkyl), –O(aryl), –N(C0-6alkyl)(C0-6alkyl), –N(C0-6alkyl)(aryl) substituents; and

any N may be an N-oxide; or a pharmaceutically acceptable salt thereof.

39. (New) The compound according to Claim 38 wherein:

X is phenyl, which is optionally substituted with 1-5 independent halogen, –CN, NO₂, -C₁-6alkyl, -C₁-6alkenyl, -C₁-6alkynyl, –OR¹, –NR¹R², –C(=NR¹)NR²R³, -N(=NR¹)NR²R³, –NR¹COR², -NR¹CO₂R², -NR¹SO₂R⁴, –NR¹CONR²R³, –SR⁴, -SOR⁴, –SO₂NR¹R², -COR¹, -CO₂R¹, –CONR¹R², -C(=NR¹)R², or -C(=NOR¹)R² substituents, wherein optionally two substituents are combined to form a cycloalkyl or heterocycloalkyl ring fused to X; wherein the –C₁-6alkyl substituent, cycloalkyl ring, or heterocycloalkyl ring each optionally is further substituted with 1-5 independent halogen, –CN, –C₁-6alkyl, –O(C₀-6alkyl), –O(C₃-7cycloalkyl), –O(aryl), –N(C₀-6alkyl)(C₀-6alkyl), -N(C₀-6alkyl)(C₃-7cycloalkyl), or –N(C₀-6alkyl)(aryl) groups.

40. (New) The compound according to Claim 38 wherein:

Y is 2-pyridyl, which is optionally substituted with 1-4 independent halogen, -CN, NO₂, -C₁-6alkyl, -C₁-6alkenyl, -C₁-6alkynyl, -OR⁵, -NR⁵R⁶, -C(=NR⁵)NR⁶R⁷, -N(=NR⁵)NR⁶R⁷, -NR⁵COR⁶, -NR⁵CO₂R⁶, -NR⁵SO₂R⁸, -NR⁵CONR⁶R⁷, -SR⁸, -SO₂R⁸, -SO₂R⁸, -SO₂NR⁵R⁶, -COR⁵, -CO₂R⁵, -CONR⁵R⁶, -C(=NR⁵)R⁶, or -C(=NOR⁵)R⁶ substituents, wherein optionally two substituents are combined to form a cycloalkyl or heterocycloalkyl ring fused to Y; wherein the -C₁-6alkyl substituent, cycloalkyl ring, or heterocycloalkyl ring each optionally is further substituted with 1-5 independent halogen, -CN, -C₁-6alkyl, -O(C₀-6alkyl), -O(C₃-7cycloalkyl), -N(C₀-6alkyl)(C₃-7cycloalkyl), or -N(C₀-6alkyl)(aryl) groups.

41. (New) The compound according to Claim 38 wherein:

W is $-C_{0-6}$ alkylaryl, or $-C_{0-6}$ alkylheteroaryl optionally substituted with 1-7 independent halogen, -CN, NO_2 , $-C_{1-6}$ alkyl, $-C_{1-6}$ alkenyl, $-C_{1-6}$ alkynyl, $-OR^1$, $-NR^1R^2$, $-C(=NR^1)NR^2R^3$, $-N(=NR^1)NR^2R^3$, $-NR^1COR^2$, $-NR^1CO_2R^2$, $-NR^1SO_2R^4$, $-NR^1CONR^2R^3$, $-SR^4$, $-SO_2R^4$, $-SO_2NR^1R^2$, $-COR^1$, $-CO_2R^1$, $-CONR^1R^2$, $-C(=NR^1)R^2$, or $-C(=NOR^1)R^2$ substituents.

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42. (New) A compound which is selected from the group consisting of:

1-methyl-3-[3-(5-pyridin-2-yl-2*H*-tetrazol-2-yl)phenyl]imidazolidin-2-one;

2-[2-(4-pyridin-2-ylphenyl)-2*H*-tetrazol-5-yl]pyridine;

2-[2-(4-pyridin-4-ylphenyl)-2*H*-tetrazol-5-yl]pyridine;

2-{2-[3-(1*H*-imidazol-1-yl)phenyl]-2*H*-tetrazol-5-yl}pyridine;

2-[2-(2-pyrazin-3-ylphenyl)-2*H*-tetrazol-5-yl]pyridine;

2-[2-(4-morpholin-3-ylphenyl)-2*H*-tetrazol-5-yl]pyridine;

2-{2-[3-(2H-tetrazol-5-yl)phenyl]-2H-tetrazol-5-yl}pyridine; and

2-pyridin-2-yl-5-(5-pyridin-2-yl-2*H*-tetrazol-2-yl)benzonitrile;

or a pharmaceutically acceptable salt thereof.

43. (New) A compound which selected from the group consisting of:

	N=N	
N N=N	N - N - N	
N=N, N=3C	N N N N N N N N N N N N N N N N N N N	N=N
N=N		

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S N=N	N N N N N N N N N N N N N N N N N N N	O-CH ₃
O-CH ₃		
N=N N=N	N=N CI	
N N N N N N N N N N N N N N N N N N N		
N N N N N N N N N N N N N N N N N N N		N N N N N N N N N N N N N N N N N N N
N N N N N N N N N N N N N N N N N N N	N N N N N N N N N N N N N N N N N N N	N=N N=N

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		N N N N N N N N N N N N N N N N N N N
N N N N N N N N N N N N N N N N N N N		N N N N N N N N N N N N N N N N N N N
	N N N N N	O-CH ₃
N=N	0-CH ₃ N=N O-NH ₂	0-CH ₃

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0-CH ₃	0-CH ₃	0-CH ₃
0-CH ₃	N N CH ₃	N=N Br
N N N N N N N N N N N N N N N N N N N		
	N=N N N	N N N F
		N=N N=N

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	N=N FF	NH ₂
N NH ₂		N N N N N N N N N N N N N N N N N N N
N N N F	N N N N N N N N N N N N N N N N N N N	N CI
F N N=N	N N H ₃ C	N N N N N N N N N N N N N N N N N N N
NH ₂	H ₃ C N	F F

NH ₂	NH ₂	CH ₃
CH ₃	N N N N N N N N N N N N N N N N N N N	N N N N F
CH ₃	N CH,	N N N N F
N CH ₃	CH ₃	NH ₂
	0-CH ₃	0-CH ₃

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N N N N N N N N N N N N N N N N N N N		F F F N
F F N N N N N N N N N N N N N N N N N N		
	N CH ₃ CH ₃ CH ₃	
	N N N S CH ₃	

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N N N CH ₃	,
N N N N N N N N N N N N N N N N N N N	
Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z	

N N N N N N N N N N N N N N N N N N N	
Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z	

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	N N N N CH ₃	
1		

Z OH	
N CH ₃	
N N N CH ₃	

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N-N-N-N-CH ₃	
N-CH ₃	
N N N N N N N N N N N N N N N N N N N	-

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	Z Z Z CI	
H ₃ C	N N N N N N N N N N N N N N N N N N N	

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N N N F	0=0=0 0=0=0	
H ₃ C	P O O	
N N N F		

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CH ₃		
N N N N N N N N N N N N N N N N N N N	N CH ₃	
E CH ₃	N N N N N N N N N N N N N N N N N N N	

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N CI CI	N N N N N O CH ₃	
N N N N N N N N N N N N N N N N N N N	H ₃ C H ₃ C H ₃ C	
N F F	N N N N N N N N N N N N N N N N N N N	

N N CI	N _N N _N O _{CH₃}	O-CH,
N N N CH ₃	N N N H ₃ C	O CH,
N H ₃ C F H ₃ C	N N N N N N N N N N N N N N N N N N N	O-CH ₃

N N CI	N N N N N N N N N N N N N N N N N N N	N N CH ₃
N H ₃ C O	N N N N N N N N N N N N N N N N N N N	
N N H ₃ C CH ₃	о-сн ₃	CH ₃ CH ₃ CH ₃

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N H ₃ C CH ₃	N N N N N N N N N N N N N N N N N N N	
N N O-CH ₃	N N N N N N N N N N N N N N N N N N N	Z Z Z CH3
N N N N N N N N N N N N N N N N N N N	HO HO H ₃ C	

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N N O N H ₂ N O	N N N N N N N N N N N N N N N N N N N	N H ₃ C
N O N O N O N O N O N O N O N O N O N O	H ₃ C CH ₃	Z CH ₃
N N N CI	N N N N N N N N N N N N N N N N N N N	

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N N N CH ₃	H ₃ C O O O O O O O O O O O O O O O O O O O	E CH ₃
N N CH ₃	H ₂ N O H ₃ C	E CI
N F F	H ₃ C CH ₃	Z Z Z C C C

N N N F	N N N N N N N N N N N N N N N N N N N	Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z
Z Z Z O O O O O O O O O O O O O O O O O	H ₃ C CH ₃	Z Z Z F F F
N CI	N N N N N N N N N N N N N N N N N N N	

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	N N N N N N N N N N N N N N N N N N N	
	N N CI	
N N CH ₃	CI N N N O CI	Z Z F F F

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N N CI	H ₃ C
N-N F	N CH ₃
N-N CI CI	

N N OH		
N-N H ₃ C CH ₃		
N N H ₃ C CH ₃	N N N CI	N N N N N N N N N N N N N N N N N N N

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N N N CH ₃	N F F	N=N N-CH ₃
N-N H ₃ C-O	N N N N N N N N N N N N N N N N N N N	CI C
N N H ₂ N O	N-N O-CH ₃	N N CH ₃
P P P P P P P P P P P P P P P P P P P	H ₃ C CH ₃	OH N=NN N=SC

N N N N N N N N N N N N N N N N N N N		N N N OH ₃ C
N N N CH ₃	H ₃ C N N CH ₃ C	Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z
N CH3	N N N N N N N N N N N N N N N N N N N	H ₃ C CH ₃
N N N O CI	N N N O O O O O O O O O O O O O O O O O	N=N-CH ₃

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N=N H ₃ C O CH ₃	N N N N F F	N N N CH ₃
N N N N N N N N N N N N N N N N N N N	N N N N N N N N N N N N N N N N N N N	N N N N N N N N N N N N N N N N N N N
N N N CH3	N N O CH ₃	N N N N N N N N N N N N N N N N N N N
	N N N N N N N N N N N N N N N N N N N	N N N N N N N N N N N N N N N N N N N
N N N N N N N N N N N N N N N N N N N	N N N N N N N N N N N N N N N N N N N	N N N N N N N N N N N N N N N N N N N

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or a pharmaceutically acceptable salt thereof.

44. (New) A pharmaceutical composition comprising the compound of Claim 38, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.

- 45. (New) A pharmaceutical composition comprising the compound of Claim 42, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.
- 46. (New) A pharmaceutical composition comprising the compound of Claim 43, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.